

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:	:	CHAPTER 11
	:	
W. R. GRACE & CO., <u>et al.</u> ,	:	Case No. 01-01139 (JKF)
	:	
Debtors.	:	Jointly Administered

NOTICE OF WITHDRAWAL AS COUNSEL

TO THE CLERK OF COURT:

PLEASE TAKE NOTICE that Dilworth Paxson LLP hereby withdraws as counsel for The Massachusetts Bay Transportation Authority ("MBTA"), a party-in-interest in the above Chapter 11 case. MBTA's claim has been paid and has no controversy pending before this Court. Further, MBTA no longer wishes to incur the cost of being represented by counsel.

I hereby certify that MBTA consents to the withdrawal of Dilworth Paxson LLP as counsel.

Date: October 10, 2013

/s/ Peter C. Hughes

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